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OFFICE OF
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REGISTRATION

**FLORIDA LIMITED LIABILITY CO.
R.S. Elliott West Palm Beach, LLC**

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$130.00

SECRETARY OF STATE
ALLAHASSEE, FLORIDA

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**Articles of Organization
of
R.S. Elliott West Palm Beach, LLC**

The undersigned, pursuant to the provisions of Florida Statutes Chapter 605, the Florida Revised Limited Liability Company Act (the "LLC Act"), for the purpose of forming a limited liability company under the laws of Florida, provides the following:

1. Name

The name of the limited liability company is R.S. Elliott West Palm Beach, LLC (the "Company").

2. Period of Duration

The duration of the company is perpetual, unless terminated earlier under the Act or the Company's operating agreement.

3. Principal Place of Business Address

929 Greentree Drive
Winter Park, FL 32789

This address may be changed from time to time as provided in the Company's operating agreement.

4. Mailing Address

929 Greentree Drive
Winter Park, FL 32789

This address may be changed from time to time as provided in the Company's operating agreement.

5. Registered Agent

The Company's registered agent in Florida is:

Aimee Hitchner, Esq.
Maynard Nexsen P.C.
200 E. New England Avenue, Suite 300
Winter Park, FL 32789

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am

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familiar with and accept the obligations of my position as registered agent as provided for in Chapter 605, Florida Statutes.


Aimee Hitchner, Esq.

6. Purpose

The purpose of the Company is to conduct any and all business permitted by the LLC Act and any other applicable laws.

7. Members

The Company shall have at least one member and may admit additional members as the Company's operating agreement may provide.

8. Management

The Company shall be manager-managed and shall be managed by one or more managers appointed by its members in accordance with the terms of the operating agreement. The members shall designate the managers, who may also be members, at an annual meeting. The initial manager, authorized to manage and control the Company is:

Randolph S. Elliott, Manager

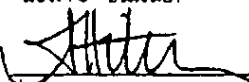
9. Continuity

The Company shall not be dissolved upon the death, retirement, resignation, expulsion, dissolution, or any other event that terminates the membership of a member in the Company, or would result in dissolution of the Company.

10. Effective Date

In accordance with Section 605.0207, Florida Statutes, the Company's existence shall be deemed to have commenced on the date on which these Articles of Organization are filed by the Florida Department of State.

I am the authorized representative submitting these Articles of Organization. This document is executed in accordance with section 605.0203(1)(b), Florida Statutes. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s. 817.155, F.S. I acknowledge that I have read the "Notice of Annual Report" statement and understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this LLC and every year thereafter to maintain "active" status.


Aimee Hitchner, Esq.
Authorized Representative of the Members

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